

EXHIBIT E

**AMENDMENT TO
WHOLESALE POWER CONTRACT
BY AND BETWEEN
BASIN ELECTRIC POWER COOPERATIVE
AND
EAST RIVER ELECTRIC POWER COOPERATIVE, INC.**

This Amendment to Wholesale Power Contract is made as of this 15th day of August, 2006, by and between Basin Electric Power Cooperative, 1717 East Interstate Avenue, Bismarck, North Dakota 58501 (**Seller**), a North Dakota electric cooperative corporation, and East River Electric Power Cooperative (**Member**), a South Dakota cooperative whose principal place of business is located in or near Madison, South Dakota.

W I T N E S S E T H :

WHEREAS, Seller and Member entered into a certain Wholesale Power Contract dated as of April 5, 1962, as amended (**Wholesale Contract**); and

WHEREAS, Seller and Member are entering into this Agreement to extend the term of their Wholesale Contract;

NOW THEREFORE, in consideration of the mutual undertakings herein contained, the parties hereby agree as follows:

- I. Section 10 of the Wholesale Contract as amended by the Amendment to Wholesale Power Contract on December 1, 1994, Section IV, is hereby amended by deleting the date "December 31, 2039", and substituting the date "December 31, 2058".
- II. This agreement is subject to the approval of the Administrator of the Rural Utilities Services.

Executed as of the day and year first above written.



BASIN ELECTRIC POWER COOPERATIVE

By: Wayne L. Child
Its: President, Wayne L. Child

Kermit Pearson
Secretary, Kermit Pearson

(SEAL)

EAST RIVER ELECTRIC POWER
COOPERATIVE, INC.

ATTEST:

James Ryken
James Ryken

By: Wayne Wright
Its: President, Wayne Wright